
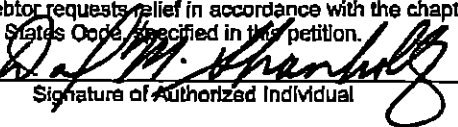


(Official Form 1) (12/02)

<b>FORM B1</b> <b>United States Bankruptcy Court</b> <b>District of Delaware</b>		<b>VOLUNTARY PETITION</b>
Name of Debtor (if individual, enter Last, First, Middle): Atlantic Baking Group, Inc.		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 6 years (Include married, maiden and trade names):		All Other Names used by the Joint Debtor in the last 6 years (Include married, maiden and trade names):
Soc. Sec./Tax I.D. No. (If more than one, state all): 25-184086		Soc. Sec./Tax I.D. No. (If more than one, state all):
Street Address of Debtor (No. & Street, City, State & Zip Code): 6425 Penn Avenue Pittsburgh, PA 15206		Street Address of Joint Debtor (No. & Street, City, State & Zip Code):
County of Residence or of the Principal Place of Business: Allegheny		County Of Residence or of the Principal Place of Business:
Mailing Address of Debtor (If different from street address):		Mailing Address of Joint Debtor (If different from street address):
Location of Principal Assets of Business Debtor (If different from street address listed above):		
<b>Information Regarding the Debtor (Check the Applicable Boxes)</b>		
<b>Venue</b> (Check any applicable box) <input type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.		
<b>Type Of Debtor</b> (Check all boxes that apply) <input type="checkbox"/> Individual(s) <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> Other: _____ <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank		<b>Chapter or Section of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box) <input checked="" type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Sec. 304 - Case ancillary to foreign proceeding <input type="checkbox"/> Chapter 13
<b>Nature of Debt</b> (Check one box) <input type="checkbox"/> Consumer/Non-Business <input checked="" type="checkbox"/> Business		<b>Filing Fee</b> (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments. (Applicable to individuals only.) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form No. 3
<b>Chapter 11 Small Business</b> (Check all boxes that apply) <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. § 101 <input type="checkbox"/> Debtor is and elects to be considered a small business under 11 U.S.C. § 1121(e) (Optional)		
<b>Statistical/Administrative Information (Estimates only)</b> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE FOR COURT USE ONLY
Estimated Number of Creditors    1-15    16-49    50-99    100-199    200-999    1000-over <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input checked="" type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>		
Estimated Assets \$0 to \$50,000    \$50,001 to \$100,000    \$100,001 to \$500,000    \$500,001 to \$1 million    \$1,000,001 to \$10 million    \$10,000,001 to \$50 million    \$50,000,001 to \$100 million    More than \$100 million <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input checked="" type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>		
Estimated Debts \$0 to \$50,000    \$50,001 to \$100,000    \$100,001 to \$500,000    \$500,001 to \$1 million    \$1,000,001 to \$10 million    \$10,000,001 to \$50 million    \$50,000,001 to \$100 million    More than \$100 million <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input checked="" type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>		

(Official Form 1) (12/02)

<b>Voluntary Petition</b> (This page must be completed and filed in every case)		Name of Debtor(s) Atlantic Baking Group, Inc.	
FORM B1, Page 2			
<b>Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)</b>			
Location Where Filed:	Case Number:	Date Filed:	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)</b>			
Name of Debtor: See Rider A Attached Hereto	Case Number:	Date Filed: Concurrently	
District: Delaware	Relationship:	Judge: Unknown	
<b>Signatures</b>			
<b>Signature(s) of Debtor(s) (Individual/Joint)</b>  I declare under penalty of perjury that the information provided in this petition is true and correct. (If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7) I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.  I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.  <hr/> Signature of Debtor  <hr/> Signature of Joint Debtor  <hr/> Telephone Number (if not represented by attorney)  <hr/> Date		<b>Exhibit A</b>  (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15d of the Securities Exchange Act of 1934 and is requesting relief under chapter 11)  <input type="checkbox"/> Exhibit A is attached and made a part of this petition.	
<hr/> Signature of Attorney  Signature of Attorney for Debtor  Laura Davis Jones (Bar No. 2436) Printed Name of Attorney for Debtor(s)  Laura Davis Jones, Esquire Pachulski, Stang, Ziehl, Young, Jones & Weintraub P.C. 919 North Market Street, 16 <sup>th</sup> Floor P.O. Box 8705 Wilmington, DE 19899-8705 (Courier 19801) Telephone: (302) 652-4100 Facsimile: (302) 652-4400 (fax)		<b>Exhibit B</b>  (To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.  <hr/> Signature of Attorney for Debtor(s) _____ Date _____	
<b>Signature of Debtor (Corporation/Partnership)</b>  I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.  The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.  Signature of Authorized Individual  David Shanholz Printed Name of Authorized Individual  President & Chief Executive Officer Title of Authorized Individual  1/12/04 Date		<b>Exhibit C</b>  Does the Debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?  <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition <input checked="" type="checkbox"/> No	
Signature of Non-Attorney Petition Preparer  I certify that I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110, that I prepared this document for compensation, and that I have provided the debtor with a copy of this document.  <hr/> Printed Name of Bankruptcy Petition Preparer  <hr/> Social Security Number  <hr/> Address  <hr/> Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document.  If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.  <hr/> Signature of Authorized Individual  <hr/> Date		A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.	

Atlantic Baking Group, Inc.

**Rider A to Voluntary Petition  
Pending Bankruptcy Cases Filed Concurrently by  
Affiliates of the Debtor in the District of Delaware**

Bake-Line Group, LLC  
Bake-Line Holdings, LLC  
J.A. Real Properties, LLC